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UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA

IN RE DYNAMIC RANDOM ACCESS
 MEMORY (DRAM) ANTITRUST
 LITIGATION

Master File No. M-02-1486-PJH
 MDL No. 1486

This Document Relates To:

All Direct Purchaser Actions

**[PROPOSED] ORDER APPROVING JOINT
 NOTICE TO CLASS REGARDING
 PRELIMINARY APPROVAL OF CLASS
 ACTION SETTLEMENTS WITH ELPIDA,
 NEC, WINBOND AND MICRON
 DEFENDANTS**

Time: 9:00 a.m.
 Date: February 14, 2007
 Judge: Hon. Phyllis J. Hamilton
 Courtroom: 3, 17th Floor

[PROPOSED] ORDER APPROVING JOINT NOTICE TO CLASS REGARDING PRELIMINARY
 APPROVAL OF CLASS ACTION SETTLEMENTS - Master File No. M-02-1486 PJH

The Court, having approved the four settlement agreements ("Settlements") entered into between (i) plaintiffs and defendants Elpida Memory, Inc. and Elpida Memory (USA) Inc. (collectively "Elpida"); (ii) plaintiffs and defendant NEC Electronics America, Inc. ("NEC"); (iii) plaintiffs and defendants Winbond Electronics Corporation and Winbond Electronics Corporation America (collectively "Winbond"); and (iv) Micron Technology, Inc., and Micron Semiconductor Products, Inc., through its Crucial Technology division, (collectively "Micron") (collectively "Settling Defendants"), and having issued its order certifying the Class for litigation purposes on June 5, 2006, hereby

ORDERS:

1. The Court will hold a Fairness Hearing pursuant to Federal Rule of Civil Procedure 23(e) on April 18, 2007. The Fairness Hearing will be held to determine the following:

- (a) Whether each of the proposed Settlements is fair, reasonable and adequate and should be granted final approval by the Court pursuant to Federal Rule of Civil Procedure 23(e);
- (b) Whether final judgments should be entered dismissing the claims of the Class against the Settling Defendants with prejudice as required by each of the Settlements; and
- (c) Such other matters as the Court may deem appropriate.

2. By February 23 2007, Class Notice, substantially in the form attached hereto as Exhibit "A" shall be sent by the Class Administrator via first class U.S. mail or email, postage prepaid, to all members of the Class at their last known address and/or email address as reflected in the records of Settling Defendants and the non-settling defendants. By February 21, 2007, summary notice substantially in the form of Exhibit "B" hereto shall be published in the national edition of The Wall Street Journal. Class Counsel shall also cause a copy of the Notice and the Settlements to be posted on the Internet at a readily accessible website to be created and maintained by the Class Administrator.

3. The Court finds that this manner of giving notice fully satisfies the requirements of Federal Rule of Civil Procedure 23 and due process, constitutes the best notice practicable under the circumstances, and shall constitute due and sufficient notice to all persons entitled thereto.

4. Plaintiffs' Class Counsel shall file, not later than 14 days before the Fairness Hearing, proof of compliance with paragraph 2 of this Order.

5. All Class Members shall upon final approval of the Settlements, be bound by all the terms

1 and provisions of the Settlements so approved, including but not limited to the releases, waivers, and
2 covenants described in the Settlements, whether or not such person or entity objected to the Settlements
3 and whether or not such person or entity made a claim upon the settlement funds.

4 6. As provided by the Class Notice, each Class Member shall have the right to object
5 to the Settlements by filing written objections with the Court not later than March 26, 2007, copies
6 of which shall be served on all counsel listed in the Class Notice.

7 7. All briefs, memoranda, and supporting papers in support of final approval of the
8 Settlements shall be filed not later than April 5, 2007.

9 8. All further class proceedings as to the Settling Defendants are hereby stayed
10 except for any actions required to effectuate the Settlements.

11 9. The Court retains exclusive jurisdiction over this action to consider all further
12 matters arising out of or connected with the Settlements.

13 **IT IS SO ORDERED.**

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16 Dated February 14, 2007

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